

TRADEMARK ASSIGNMENT

Electronic Version v1.1
Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Union Square Hospitality Group LLC		04/05/2010	LIMITED LIABILITY COMPANY: NEW YORK
RECEIVING PARTY DATA			
Name:	SSE IP, LLC		
Street Address:	24 Union Square East		
Internal Address:	c/o Union Square Hospitality Group LLC		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10003		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Serial Number:	77952336	SHAKE SHACK	
CORRESPONDENCE DATA			
Fax Number:	(212)969-2900		
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>			
Phone:	(212) 969-3000		
Email:	trademark@proskauer.com		
Correspondent Name:	Jenifer deWolf Paine		
Address Line 1:	Proskauer Rose LLP		
Address Line 2:	1585 Broadway		
Address Line 4:	New York, NEW YORK 10036-8299		
ATTORNEY DOCKET NUMBER:	74511-042		
NAME OF SUBMITTER:	Jenifer deWolf Paine		
Signature:	/Jenifer deWolf Paine/		

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REEL: 004234 FRAME: 0537

Date:

06/30/2010

Total Attachments: 2

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ASSIGNMENT OF TRADEMARKS

WHEREAS Union Square Hospitality Group LLC ("Assignor"), a New York limited liability company with an address at 24 Union Square East, New York, New York 10003, holds of record the federal registrations of and pending registrations for the Trademarks shown in Schedule A hereto (the "Trademarks"); and

WHEREAS, pursuant to an Assignment and Contribution Agreement dated November 16, 2009, SSE IP, LLC ("Assignee"), a Delaware limited liability company with an address at C/O Union Square Hospitality Group LLC, 24 Union Square East, New York, New York 10003, is acquiring certain assets of Assignor, including the Trademarks, the registrations thereof, and the goodwill of the business symbolized by the Trademarks.

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, and intending to be legally bound, Assignor hereby assigns, conveys and transfers to Assignee all right, title and interest in and to the Trademarks, together with the federal registrations thereof, any other registrations or applications for registration thereof, and the goodwill of the business symbolized by the Trademarks, to be held and enjoyed by Assignee for its own use and benefit and for its successors and assigns as the same would have been held by Assignor had this assignment not been made.

Dated: 4/5/10, 2010

UNION SQUARE HOSPITALITY GROUP LLC

By: _____

Name: _____

Title: _____

TRADEMARK

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SCHEDULE A

<u>Trademark</u>	<u>Application No.</u>	<u>Application Date</u>
SHAKE SHACK & Design	77952336	March 5, 2010